IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF MARYLAND (Baltimore Division)

In re:

USINTERNETWORKING, INC., et al.,

Case No: 02- 5-0215 SD

through 02- 5 -02-19 SD

Debtors. (Chapter 11)

(Jointly Administered

under Case No. 02- 5-02,5 50)

ADMINISTRATIVE ORDER REGARDING PRO HAC VICE ADMISSIONS AND MODIFYING LOCAL RULE OF BANKRUPTCY PROCEDURE 9010-3

Upon consideration of the motion of the above-captioned debtors and debtors-inpossession (the "Debtors") for an Administrative Order Regarding Pro Fac Vice Admissions and Modifying Local Rule of Bankruptev Procedure 9010-3 (the "Motion"): and after consideration of any objections filed thereto; and hearing held thereon; and there appearing that adequate notice of the Motion was provided and that no further notice is necessary; and after due deliberation, cause being shown; and it appearing that the relief requested in the Motion is in the best interest of the Debtors, their creditors and estates, it is this _7/L day of January, 2002, by the United States Bankruptcy Court for the District of Maryland,

ORDERED, that the Motion be, and hereby is, GRANTED; and t is further

ORDERED, that Local Rule 9010-3 is hereby modified and amended for purposes of the above-captioned case as follows:

a. An attorney who is not a member of the Bar of the United States District Court for the District of Maryland need not be admitted pro hac vice in order to file a pleading or to participate telephonically in a hearing before this Countyling the period of time between the Petition Date and sixty days; and

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b. an attorney who is not a member of the Bar of the United States District Court for the District of Maryland must be admitted *pro hac vice* in order to appear in person before this Court, and

c. a party represented by an attorney who has been admitted *pro hac vice* must also be represented by local counsel who is a member of the Bar of the United States District Court for the District of Maryland, pursuant to Local Rule of Bankruptcy Procedure 9010-3 and said local counsel (i) must sign all pleadings filed by said *pro hac vice* counsel but (ii) need not accompany said *pro hac vice* counsel at hearings or other Court appearances;

and it is further

ORDERED, that, notwithstanding the foregoing, any attorncy who files a pleading in this case or appears, in person or telephonically, before this Court is subject to the disciplinary jurisdiction of the District Court and of this Court and is deemed to consent to such jurisdiction by such filing or appearance.

United States Ban cruptcy Judge

Jucipe

cc: Martin T. Fletcher, Esquire
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